

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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Mar 25 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **824014** (5)
1. Corporation Name
CBR DEVELOPMENT CO., INC.

Principal Place of Business
**203 E MAIN ST
SPARTANBURG SC 29319**

Mailing Address
**203 E MAIN ST
SPARTANBURG SC 29319**



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/20/1970	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 95-2551231	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

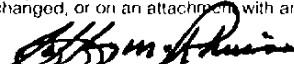
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
C T CORPORATION SYSTEM 1200 PINE ISLAND ROAD PLANTATION FL 33324			
81 Name			
82 Street Address (P.O. Box Number is Not Acceptable)			
83			
84 City		85 Zip Code	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PSD	1.1 TITLE	EVP, S.D.
NAME	PARISH, RHONDA J.	1.2 NAME	
STREET ADDRESS	203 E. MAIN ST.	1.3 STREET ADDRESS	
CITY-ST-ZIP	SPARTANBURG SC	1.4 CITY-ST-ZIP	29319
TITLE	VPS	2.1 TITLE	
NAME	BARRETT, ROBERT M	2.2 NAME	
STREET ADDRESS	203 E. MAIN ST.	2.3 STREET ADDRESS	
CITY-ST-ZIP	SPARTANBURG SC	2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	P
NAME		3.2 NAME	Nelson J. Marchioli
STREET ADDRESS		3.3 STREET ADDRESS	3333 Michelson Dr. Ste 550
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Irvine, CA 92612
TITLE		4.1 TITLE	V.P.T
NAME		4.2 NAME	Ronald B. Hutchison
STREET ADDRESS		4.3 STREET ADDRESS	203 E. main St.
CITY-ST-ZIP		4.4 CITY-ST-ZIP	Spartanburg, SC 29319
TITLE		5.1 TITLE	VP
NAME		5.2 NAME	Ross B. Neil
STREET ADDRESS		5.3 STREET ADDRESS	203 East main St.
CITY-ST-ZIP		5.4 CITY-ST-ZIP	Spartanburg, SC 29319
TITLE		6.1 TITLE	VP CFO
NAME		6.2 NAME	Matthew C. McGuinness
STREET ADDRESS		6.3 STREET ADDRESS	3333 Michelson Drive, Ste 550
CITY-ST-ZIP		6.4 CITY-ST-ZIP	Irvine, CA 92612

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:  Jeffrey M. Rhines Asst. Sec. 3/18/98 864/597-8774

CR2E034 (10/97)

Directors, Officers Report

CBR DEVELOPMENT CO., INC. Wednesday, March 18, 1998

DIRECTORS

RHONDA J. PARISH

Director

OFFICERS

***NELSON J. MARCHIOLI**

President

RHONDA J. PARISH

Executive Vice President, General Counsel and Secretary

ROBERT M. BARRETT

Vice President, Assistant General Counsel and Assistant Secretary

RONALD B. HUTCHISON

Vice President and Treasurer

***LLOYD L. LEIS**

Vice President, Development

***MATTHEW C. McGUINNESS**

Vice President, Chief Financial Officer and Chief Administrative Officer

ROSS B. NELL

Vice President, Tax and Assistant Secretary

J. SCOTT MELTON

Assistant General Counsel and Assistant Secretary

JEFFREY M. RHINES

Assistant Secretary

***HERMAN CARL RITCHIE**

Assistant Secretary

All officers are located at 203 East Main Street, Spartanburg, SC 29319, except

*** They are located at 3333 Michelson Drive, Suite 550, Irvine, CA 92612**